

(2)

AMENDMENT TO OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Sotero L. Medina, hereafter referred to as 'Lessor,' and FINLEY RESOURCES INC., hereafter referred to as 'Lessee', are parties to that certain Oil and Gas Lease dated August 19, 2006, and recorded as Instrument Number D206263211, of the Official Records of Tarrant County, Texas (the 'Lease'), which Lease Covers the following described lands:

902 E. Bluff St. Ft. Worth, TX
Fort Worth Original Town
Blk 124 Lot 18B

WHEREAS, Lessor and Lessee recognize that said Lease is in full force and effect; and it is the desire of both Lessor and Lessee to amend said Lease in the manner provided hereinbelow.

NOW, THEREFORE, in consideration of the premises and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree that Sotero L. Medina entered into an Oil and Gas Lease dated August 19, 2006, said lease is now transferred to Stella Morales, because of a Last Will and Testament by Sotero L. Medina Sr. bequeathing and devising all of his estate to his daughter Stella Morales, as shown in that certain Last Will and Testament, recorded at case number 20060002729, Probate Office, Tarrant County, Texas.

ADDITIONALLY, in consideration of the premises and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree to amend the third paragraph known as the LAND DESCRIPTION by deleting the words "902 E. Bluff St. Ft. Worth, TX Fort Worth Original Town Blk 124 Lot 18B" and adding the words "0.8 acres more or less being a portion of Lot 18 in Block 124 of the Original Town of Fort Worth, an unrecorded addition to the City of Fort Worth, Tarrant County, Texas; being all of that tract of land described in that certain deed to Sotero L. Medina and wife, Guadalupe Medina recorded in Volume 2626, page 354 of the Deed Records of Tarrant County and being more particularly described by metes and bounds in that Certain Warranty Deed by and between Sotero Medina, Sr. as Grantor and Trinity Bluff Development, LTD. as Grantee, recorded at Instrument Number D206266580, Official Public Records, Tarrant County, Texas." to so that the LAND DESCRIPTION now reads:

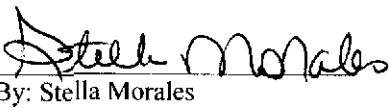
"0.8 Acres, more or less, being a portion of Lot 18 in Block 124 of the Original Town of Fort Worth, an unrecorded addition to the City of Fort Worth, Tarrant County, Texas; being all of that tract of land described in that certain deed to Sotero L. Medina and wife, Guadalupe Medina recorded in Volume 2626, page 354 of the Deed Records of Tarrant County and being more particularly described by metes and bounds in that Certain Warranty Deed by and between Sotero Medina, Sr. as Grantor and Trinity Bluff Development, LTD. as Grantee, recorded at Instrument Number D206266580, Official Public Records, Tarrant County, Texas."

Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases, and lets all of the acreage above-described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment

EXECUTED the 11 day of Sept., 2009.

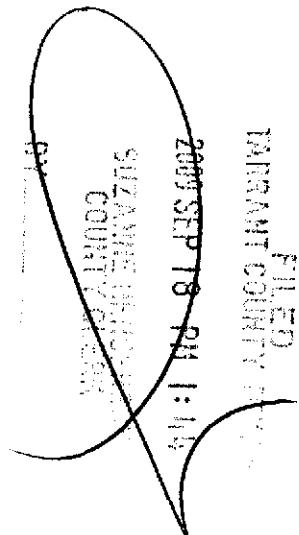
Lessor:


By: Stella Morales

LESSEE:

FINLEY RESOURCES INC.

By: Clinton Koerth
It's: Vice President



STATE OF TEXAS §
COUNTY OF TARRANT §

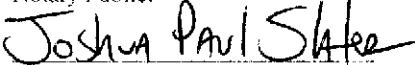
Before me, the undersigned authority, on this 11th day of September, 2009 personally appeared STELLA MORALES, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

Given under my hand and seal of office this 11th day of September, 2009.

My commission expires:

08-08-11

Notary Public:





STATE OF TEXAS §
§
COUNTY OF TARRANT §

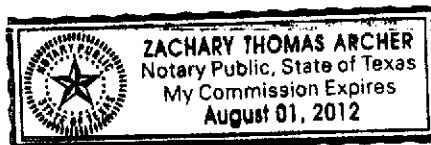
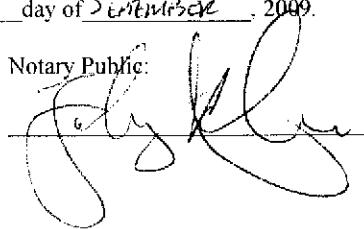
Before me, the undersigned authority, on this 18th day of September, 2009 personally appeared **CLINTON KOERTH** as the VICE PRESIDENT of FINLEY RESOURCES INC. and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

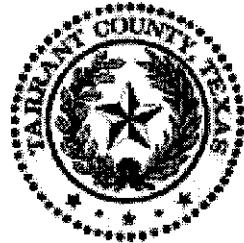
Given under my hand and seal of office this 18th day of September, 2009.

My commission expires:

8-1-2012

Notary Public:





FINLEY RESOURCES
1308 LAKE STREET

FTW TX 76102

Submitter: FINLEY RESOURCES

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 09/16/2009 01:44 PM
Instrument #: D209250087
LSE 3 PGS \$20.00

By: _____



D209250087

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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